

EXHIBIT F

From: Esser, Will
To: TMaulsby@fkks.com
Cc: [Fenlon, Christopher V.](#); [Murphy, Kieran T.](#); [Paul Levine](#); [Peter Damin](#); rlippman@lemerygreisler.com; [Tuxbury, James L.](#); [Hail, Brian](#); [Halstead, Ellen](#)
Subject: Hogan Disqualification Motion Scheduling - Compass v. Prime
Attachments: [Conflict of Hogan Lovells in Prime Capital Ventures LLC bankruptcy case - PROMPT RESPONSE REQUESTED.msg](#)

Tyler,

Please let us know if you would like to have a call to discuss. I recognize this matter is moving quickly and you are likely getting up to speed, but we need to address this scheduling issue promptly. I have taken Hogan lawyers off this email since your firm is going to be representing Hogan on the matter.

Please note that Hogan first showed up to represent Prime when the Substitution of counsel was filed in the Bankruptcy at 4:33 p.m. on 12/30/23. I immediately identified the conflict and raised it to Hogan in my email to them at 6:21 p.m. that same day. A copy of that email is attached. We certainly intend to notify the district court about this immediate notice which was provided to Hogan as part of our disqualification motion.

We continue to believe that Hogan should voluntarily withdraw given its conflict and save the parties the additional cost involved in pursuing this motion for disqualification (which is a distraction from the most important issue, which we believe is tracing and locating funds, whether at Prime, Berone or elsewhere). That belief is only heightened by the Court's comments yesterday. I trust that you have now seen a copy of the transcript from the hearing yesterday. The language which the Court used to describe Hogan's conflict situation includes:

"of significant concern to me"

"On its face, it seems totally unacceptable."

"It doesn't take a complicated legal argument to understand how troubling this is to the Court."

"this is absolutely very, very concerning"

"very, very irregular"

"if I were in your shoes, my level of discomfort could not possibly be higher as a litigator"

Those comments and background also have the additional color of the source of the retainer which Hogan received, which is an additional area of grave concern. Given those factors, it is my sincere hope that Hogan will voluntarily withdraw and save the parties the expense of pursuing the disqualification motion, which the Court has given significant indications will be granted.

At any rate, I wanted to provide this additional detail if you did not already have it. **Please provide your response regarding the proposed briefing schedule no later than noon tomorrow.**

Will

From: Van Tol, Pieter <pieter.vantol@hoganlovells.com>
Sent: Tuesday, January 23, 2024 11:42 AM
To: Tuxbury, James L. <jtuxbury@hinckleyallen.com>

Cc: Fenlon, Christopher V. <cfenlon@hinckleyallen.com>; Murphy, Kieran T. <KMurphy@hinckleyallen.com>; Esser, Will <willesser@parkerpoe.com>; Paul Levine <plevine@lemerygreisler.com>; Peter Damin <pdamin@lemerygreisler.com>; rlippman@lemerygreisler.com; Bryant, Chris <chris.bryant@hoganlovells.com>; Bautz, Peter <Peter.Bautz@HoganLovells.com>; TMaulsby@fkks.com
Subject: Re: Compass-Charlotte v. Prime Capital et al.

Caution: External email

Thanks Jim.

Tyler Maulsby, cc'd here, and his firm will be representing Hogan Lovells on the disqualification motion, so I will let him respond.

Regards,

Pieter

On Jan 23, 2024, at 11:03 AM, Tuxbury, James L. <jtuxbury@hinckleyallen.com> wrote:

[EXTERNAL]

Pieter,

On the motion to disqualify, Compass will serve its motion by 5:00 on Friday. Prime will file its opposition by 5:00 on Wednesday January 31 and Compass will serve a reply by 5:00 on Friday February 2. Let me now if that works.

Jim

From: Van Tol, Pieter <pieter.vantol@hoganlovells.com>
Sent: Monday, January 22, 2024 10:01 PM
To: Fenlon, Christopher V. <cfenlon@hinckleyallen.com>; Tuxbury, James L. <jtuxbury@hinckleyallen.com>; Murphy, Kieran T. <KMurphy@hinckleyallen.com>; Esser, Will <willesser@parkerpoe.com>
Cc: Paul Levine <plevine@lemerygreisler.com>; Peter Damin <pdamin@lemerygreisler.com>; rlippman@lemerygreisler.com; Bryant, Chris <chris.bryant@hoganlovells.com>; Bautz, Peter <Peter.Bautz@HoganLovells.com>
Subject: Compass-Charlotte v. Prime Capital et al.
Importance: High

EXTERNAL EMAIL

Dear Counsel –

It was a pleasure meeting you in Court today. As a follow-up, we would appreciate it if you could let us know two things as soon as possible (for planning purposes):

- (1) Will it be necessary to set a briefing schedule for the motion to compel arbitration and dismiss the case or will you agree that the dispute between Compass-Charlotte and Prime Capital is arbitrable?
- (2) What briefing schedule are you contemplating for your motion to disqualify?

Thank you in advance.

Regards,

Pieter Van Tol

Partner

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